

**Honeywell Automation India Ltd.**

CIN: L29299PN1984PLC017951

Regd. Office: 56 &amp; 57, Hadapsar Industrial

Estate, Pune 411 013, Maharashtra

Phone: +91 20 6603 9400

Fax: +91 20 6603 9800

BSE Limited  
First Floor, New Trading Ring  
Rotunda Building, P J Towers  
Dalal Street, Fort, Mumbai - 400 001  
**Kind Attn: Mr. K. Gopalkrishnan**

National Stock Exchange of India Ltd  
Exchange Plaza, 5<sup>th</sup> Floor, Plot No. C/1,  
G Block, Bandra- Kurla Complex,  
Bandra( East), Mumbai – 400 051  
**Kind Attn: Mr. Hari**

December 15, 2014

Dear Sirs,

**Ref: ISIN: INE671A01010 – Ordinary Shares****Re: Result of Postal Ballot pursuant to Clause 35A**

This is with further reference to our letter dated November 11, 2014 enclosing the Notice alongwith the Explanatory statement for seeking the consent of the Shareholders by Resolutions vide a Postal Ballot for the following items:-

1. Ordinary Resolution for appointment of Mr. S.L. Rao as an Independent Director of the Company.
2. Ordinary Resolution for appointment of Mr. N. Srinath as an Independent Director of the Company.
3. Special Resolution for borrowing powers of the Board.
4. Special Resolution for creation of charge on Company's properties.
5. Ordinary Resolution for ratification of remuneration to Cost Auditor.

Resolution numbers 1, 2 & 5 require more than fifty percent votes to be cast in favour and Resolution numbers 3 & 4 require more than three-fourths votes to be cast in favour in order to pass the Resolutions.

In connection with the above and pursuant to Clause 35A of the Listing Agreement, we would like to inform you that the resolutions were passed by shareholders with requisite majority.

Attached are the voting Results of the said Postal Ballot.

Yours faithfully,

Honeywell Automation India Limited



Sneha Padve  
Company Secretary

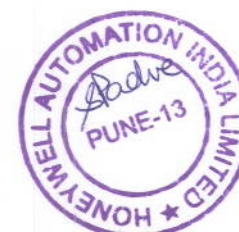
Encl: a/a



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**SUMMARY OF EVOTING / POSTAL BALLOT  
 HONEYWELL AUTOMATION INDIA LIMITED  
 Statement of Postal Ballots received in respect of the resolutions**

Resolu tion No	Resolution	Assent	%	Dissent	%	Total	%	Invalid	Total Votes Cast
1	Appointment of Mr.S.L Rao as an Independent Director.								
	<b>No. of Securities</b>	<b>7413575</b>	<b>99.48</b>	<b>38790</b>	<b>0.52</b>	<b>7452365</b>	<b>100.00</b>	<b>1362</b>	<b>7453727</b>
	<b>No. of Ballots</b>	<b>315</b>	<b>97.22</b>	<b>9</b>	<b>2.78</b>	<b>324</b>	<b>100.00</b>	<b>21</b>	<b>345</b>
2	Appointment of Mr. N. Srinath as an independent Director.								
	<b>No. of Securities</b>	<b>7451522</b>	<b>99.99</b>	<b>973</b>	<b>0.01</b>	<b>7452495</b>	<b>100.00</b>	<b>312343</b>	<b>7764838</b>
	<b>No. of Ballots</b>	<b>313</b>	<b>96.90</b>	<b>10</b>	<b>3.10</b>	<b>323</b>	<b>100.00</b>	<b>30</b>	<b>353</b>
3	Consent of the Company under Section 180(1) (c) of the Act to the Board of Director to borrow up to Rs.150 crores or the aggregate of the paid up capital and the reserves of the Company, whichever is higher.								
	<b>No. of Securities</b>	<b>7450811</b>	<b>99.98</b>	<b>1515</b>	<b>0.02</b>	<b>7452326</b>	<b>100.00</b>	<b>312331</b>	<b>7764657</b>
	<b>No. of Ballots</b>	<b>308</b>	<b>95.65</b>	<b>14</b>	<b>4.35</b>	<b>322</b>	<b>100.00</b>	<b>29</b>	<b>351</b>
4	Consent of the Company under Section 180 (1) (a) of the Act to the Board of Director to creat charges on the movable and immovable properties of the Company,both present and future,in respect of borrowings.								
	<b>No. of Securities</b>	<b>7450976</b>	<b>99.98</b>	<b>1570</b>	<b>0.02</b>	<b>7452546</b>	<b>100.00</b>	<b>312316</b>	<b>7764862</b>
	<b>No. of Ballots</b>	<b>312</b>	<b>95.71</b>	<b>14</b>	<b>4.29</b>	<b>326</b>	<b>100.00</b>	<b>27</b>	<b>353</b>
5	Ratification of remuneration to Cost Auditor.								
	<b>No. of Securities</b>	<b>7446153</b>	<b>99.98</b>	<b>1807</b>	<b>0.02</b>	<b>7447960</b>	<b>100.00</b>	<b>316806</b>	<b>7764766</b>
	<b>No. of Ballots</b>	<b>274</b>	<b>95.47</b>	<b>13</b>	<b>4.53</b>	<b>287</b>	<b>100.00</b>	<b>65</b>	<b>352</b>





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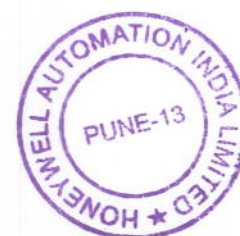
## HONEYWELL AUTOMATION INDIA LIMITED

### Appointment of Mr.S.L Rao as an Independent Director.

Details for reporting as per Clause 35A of listing agreement based on result of Poll								
Resolution No 1								
	Promoter/Public	No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]}\times 100$	[4]	[5]	$[6]=\frac{[4]}{[2]}\times 100$	$[7]=\frac{[5]}{[2]}\times 100$
1	Promoter and Promoter Group	6631142	6631142	100.00	6631142	0	100.00	0.00
2	Public - Institutional holders	1334261	793765	59.49	755765	38000	95.21	4.79
3	Public-Others	876120	27458	3.13	26668	790	97.12	2.88
	<b>Grand Totals</b>	<b>8841523</b>	<b>7452365</b>	<b>84.29</b>	<b>7413575</b>	<b>38790</b>	<b>99.48</b>	<b>0.52</b>

### Appointment of Mr. N. Srinath as an independent Director.

Details for reporting as per Clause 35A of listing agreement based on result of Poll								
Resolution No 2								
	Promoter/Public	No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]}\times 100$	[4]	[5]	$[6]=\frac{[4]}{[2]}\times 100$	$[7]=\frac{[5]}{[2]}\times 100$
1	Promoter and Promoter Group	6631142	6631142	100.00	6631142	0	100.00	0.00
2	Public - Institutional holders	1334261	793765	59.49	793765	0	100.00	0.00
3	Public-Others	876120	27588	3.15	26615	973	96.47	3.53
	<b>Grand Totals</b>	<b>8841523</b>	<b>7452495</b>	<b>84.29</b>	<b>7451522</b>	<b>973</b>	<b>99.99</b>	<b>0.01</b>



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## HONEYWELL AUTOMATION INDIA LIMITED

**Consent of the Company under Section 180(1) (c) of the Act to the Board of Director to borrow up to Rs.150 crores or the aggregate of the paid up capital and the reserves of the Company, whichever is higher.**

Details for reporting as per Clause 35A of listing agreement based on result of Poll								
Resolution No 3								
	Promoter/Public	No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
1	Promoter and Promoter Group	6631142	6631142	100.00	6631142	0	100.00	0.00
2	Public - Institutional holders	1334261	793765	59.49	793765	0	100.00	0.00
3	Public-Others	876120	27419	3.13	25904	1515	94.47	5.53
	<b>Grand Totals</b>	<b>8841523</b>	<b>7452326</b>	<b>84.29</b>	<b>7450811</b>	<b>1515</b>	<b>99.98</b>	<b>0.02</b>

**Consent of the Company under Section 180 (1) (a) of the Act to the Board of Director to creat charges on the movable and immovable properties of the Company,both present and future,in respect of borrowings.**

Details for reporting as per Clause 35A of listing agreement based on result of Poll								
Resolution No 4								
	Promoter/Public	No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
1	Promoter and Promoter Group	6631142	6631142	100.00	6631142	0	100.00	0.00
2	Public - Institutional holders	1334261	793765	59.49	793765	0	100.00	0.00
3	Public-Others	876120	27639	3.15	26069	1570	94.32	5.68
	<b>Grand Totals</b>	<b>8841523</b>	<b>7452546</b>	<b>84.29</b>	<b>7450976</b>	<b>1570</b>	<b>99.98</b>	<b>0.02</b>





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## HONEYWELL AUTOMATION INDIA LIMITED

### Ratification of remuneration to Cost Auditor.

#### Details for reporting as per Clause 35A of listing agreement based on result of Poll

Resolution No 5								
	Promoter/ Public	No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]} \times 100$	[4]	[5]	$[6]=\frac{[4]}{[2]} \times 100$	$[7]=\frac{[5]}{[2]} \times 100$
1	Promoter and Promoter Group	6631142	6631142	100.00	6631142	0	100.00	0.00
2	Public - Institutional holders	1334261	793765	59.49	793765	0	100.00	0.00
3	Public-Others	876120	23053	2.63	21246	1807	92.16	7.84
	<b>Grand Totals</b>	<b>8841523</b>	<b>7447960</b>	<b>84.24</b>	<b>7446153</b>	<b>1807</b>	<b>99.98</b>	<b>0.02</b>

